UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-2(c)

COLE, SCHOTZ, MEISEL, FORMAN & LEONARD, P.A.

A Professional Corporation Court Plaza North 25 Main Street P.O. Box 800 Hackensack, New Jersey 07602-0800 (201) 489-3000 (201) 489-1536 Facsimile Michael D. Sirota, Esq. Ilana Volkov, Esq.

Proposed Co-Counsel to the Official Committee of Unsecured Creditors of Shapes/Arch Holdings L.L.C., et al.

Warren A. Usatine, Esq.

In re:

SHAPES/ARCH HOLDINGS L.L.C., et al.,

Debtors.

Case No. 08-14631(GMB)

(Jointly Administered)

Chapter 11

ORDER APPROVING THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS'

Order Filed on 4/25/2008 by Clerk U.S. Bankruptcy Court District of New Jersey

RETENTION OF COLE, SCHOTZ, MEISEL, FORMAN & LEONARD, P.A. AS ITS CO-COUNSEL, NUNC PRO TUNC TO MARCH 31, 2008

The relief set forth on the following pages, numbered two (2) through three (3), is hereby ORDERED.

DATED: 4/25/2008

Honorable Gloria M Burns United States Bankruptcy Court Judge Case 08-14631-GMB Doc 224 Filed 04/27/08 Entered 04/28/08 00:46:57 Desc Imaged Certificate of Service Page 2 of 4

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Debtors: SHAPES/ARCH HOLDINGS L.L.C., et al.

Case No: 08-14631(GMB)

Caption of Order: ORDER APPROVING THE OFFICIAL COMMITTEE OF

UNSECURED CREDITORS' RETENTION OF COLE, SCHOTZ, MEISEL, FORMAN & LEONARD, P.A. AS ITS CO-COUNSEL,

NUNC PRO TUNC TO MARCH 31, 2008

THIS MATTER having been opened to the Court by the Official Committee of Unsecured Creditors (the "Committee") of Shapes/Arch Holdings L.L.C., et al. (the "Debtors"), 1 upon an Application for entry of an Order approving the Committee's employment and retention of Cole, Schotz, Meisel, Forman & Leonard, P.A. ("Cole Schotz") as its co-counsel in these proceedings, *nunc pro tunc* to March 31, 2008; and the Court having considered the Application and the Affidavit of Michael D. Sirota, Esq. in support thereof; and the Court being satisfied that Cole Schotz does not hold or represent any interest adverse to the Debtors, their estates or creditors, and satisfies the requirements of Sections 328(a) and 1103(b) of the Bankruptcy Code, and that said employment would be in the best interests of the estates; and notice of the proposed retention having been given in accordance with the requirements of D.N.J. LBR 2014-1(a); and for good cause shown,

IT IS ORDERED as follows:

- 1. The employment and retention of Cole Schotz as co-counsel to the Committee is hereby authorized and approved effective as of March 31, 2008.
- 2. Any and all compensation to be paid to Cole Schotz for services rendered on the Committee's behalf shall be fixed by application to this Court in accordance with Sections 330

¹ The Debtors are Shapes/Arch Holdings L.L.C., Shapes L.L.C., Delair L.L.C., Accu-Weld L.L.C., and Ultra L.L.C.

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Debtors: SHAPES/ARCH HOLDINGS L.L.C., et al.

Case No: 08-14631(GMB)

Caption of Order: ORDER APPROVING THE OFFICIAL COMMITTEE OF

UNSECURED CREDITORS' RETENTION OF COLE, SCHOTZ, MEISEL, FORMAN & LEONARD, P.A. AS ITS CO-COUNSEL,

NUNC PRO TUNC TO MARCH 31, 2008

and 331 of the Bankruptcy Code and such Rules of Local and Federal Bankruptcy Procedure as may then be applicable, unless an alternate arrangement for interim compensation is authorized by the Court.

3. A copy of this Order shall be served on all parties-in-interest within seven (7) days hereof.

BAE SYSTEMS 4631-GMB Doc 224 Filed 04/27/08 Entered 04/28/08 00:46:57 Des Bankruptcy Noticing Center Rage 4 of Service Rage 4 of PVICE

2525 Network Place, 3rd Floor Herndon, Virginia 20171-3514

District/off: 0312-1 Case: 08-14631 User: dfitzger Form ID: pdf903 Page 1 of 1 Total Served: 1 Date Rcvd: Apr 25, 2008

The following entities were served by first class mail on Apr 27, 2008. db +Shapes/Arch Holdings L.L.C., 9000 River Road, Delair, NJ 08110-3204

The following entities were served by electronic transmission. $\ensuremath{\mathtt{NONE}}\xspace.$

TOTAL: 0

 $*****$ BYPASSED RECIPIENTS $*****$ NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Service and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Apr 27, 2008 Signar

Joseph Spections